

1 Gregory C. Nuti (Bar No. 151754)
2 E-Mail: gnuti@schnader.com
3 Joseph J. Orzano (Bar No. 262040)
4 E-Mail: jorzano@schnader.com
5 Schnader Harrison Segal & Lewis LLP
6 One Montgomery Street, Suite 2200
7 San Francisco, CA 94104-5501
8 Telephone: 415-364-6700
9 Facsimile: 415-364-6785

10 Beverley Hazlewood Lewis
11 Trial Attorney, Office of General Counsel
12 U.S. Small Business Administration
13 409 3rd Street, S.W., Suite 7200
14 Washington, D.C. 20416
15 Telephone (202) 619-1605
16 Facsimile (202) 481- 0468

17 Attorney for United States Small Business Administration
18 in its capacity as Receiver for Rocket Ventures II SBIC,
19 L.P.

20 UNITED STATES DISTRICT COURT
21 NORTHERN DISTRICT OF CALIFORNIA
22 SAN FRANCISCO DIVISION

23 UNITED STATES OF AMERICA,

Case No. C08-02240 JSW

24 Plaintiff,

**ORDER (1) APPROVING RECEIVER'S
RECOMMENDED PRIORITY OF
PAYMENT OF CLAIMS; AND
(2) AUTHORIZING PAYMENT OF
APPROVED CLAIMS**

25 vs.

26 ROCKET VENTURES II SBIC, L.P.,

27 Defendant.

28 This matter came before the Court on the motion for an order (1) Approving the Receiver's
29 Recommended Priority of Payment of Claims; and (2) Authorizing Payment of Approved Claims
30 (the "Motion") filed by the U. S. Small Business Administration ("SBA" or "Receiver") as
31 receiver for Rocket Ventures II SBIC, LP ("Rocket SBIC"). After reviewing the pleadings,
32 //

1 **IT IS HEREBY ORDERED THAT:**

2 1. The Motion is **GRANTED**; and
3 2. The case is re-opened for the purpose of entry of this order; and
4 2. The Receiver's recommended priority of claims is **APPROVED**; and
5 3. The Receiver is authorized to pay the following claims in the following order of
6 priority, to the extent of available receivership assets, and the following claims are hereby

7 **APPROVED:**

8 a) First, any and all administrative expenses of the receivership estate as reported in
9 the Receiver's Reports to this Court;
10 b) Second, any future outstanding Receiver's Certificates, should the Receiver make
11 such borrowings from the SBA in the future, plus accrued interest; and
12 c). Third, to the SBA, the sole Preferred Limited Partner, in the amount of
13 \$27,725,000, representing the principal amount of outstanding Participating
14 Securities Leverage.
15 4. After the expenses and claims in paragraphs (a) through (c) above are paid in full,
16 any surplus shall be distributed to the equity shareholders of Rocket SBIC in accordance with the
17 Agreement of Limited Partnership.
18 5. To the extent the claim submitted by Rijete Pty. Ltd. has not been resolved on the
19 date this order becomes final, the Receiver is ordered to reserve funds sufficient to pay the claim
20 pending a determination of the Receiver's motion for summary disposition denying the claim.
21 Nothing herein shall bar the Receiver from otherwise distributing funds consistent with this
22 order, provided the funds are reserved as required in this paragraph.
23 6. This Order is final with respect to all claimants, as well as all other persons who
24 failed to file claims pursuant to the terms of the Court's Order establishing the Claims Bar Date,
25 and all such persons shall be forever barred and shall be permanently enjoined from asserting,
26 pursuing or prosecuting any pre-Bar Date Claim against Rocket SBIC, the Receiver, their
27 successors or assigns, or against assets or funds in the possession of the Receiver.

28 // /

SCHNADER HARRISON SEGAL & LEWIS LLP
ONE MONTGOMERY STREET, SUITE 2200
SAN FRANCISCO, CA 94104-5501
TELEPHONE: 415-364-6700

1 7. The case is now administratively closed, and the Receiver may re-open the case at
2 a later time, if necessary, for further proceedings in this matter.

Dated: September 2, 2010

HONORABLE JEFFREY S. WHITE
UNITED STATES DISTRICT JUDGE

SCHNADER HARRISON SEGAL & LEWIS LLP
ONE MONTGOMERY STREET, SUITE 2200
SAN FRANCISCO, CA 94104-5501
TELEPHONE: 415-364-6700